

Southern Railway System

P.O. Box 1808
Washington, D.C. 20013

RECORDATION NO. 12963-A
FILED 1475

AUG 7 1981-2 10 PM

THOMAS H. KERWIN
VICE PRESIDENT
FINANCE

August 7, 1981
58104, 61122

INTERSTATE COMMERCE COMMISSION
920 15TH STREET, N.W.
WASHINGTON, D.C. 20540
TELEPHONE 202-383-4600

Mrs. Agatha L. Mergenovich
Secretary
Interstate Commerce Commission
Washington, D.C. 20423

No.

Date JUL 7 1981

Fee \$ 10.00

ICC Washington, D. C.

Dear Mrs. Mergenovich:

I enclose two original counterparts of the instrument described in paragraph (1) hereof, for recordation and return, together with an additional counterpart thereof which is for the Commission's files.

In accordance with 49 CFR Part 1116, covering the recordation of documents, I wish to advise as follows:

(1) The enclosed document is a Supplemental Agreement dated as of June 15, 1981, to a lease between Southern Region Industrial Realty, Inc. and Southern Railway Company, dated as of February 25, 1981.

(2) The Supplement is executed for the purpose of extending the duration of the lease to December 15, 1981.

(3) The lease was filed and recorded in your office on February 25, 1981, at 1:45 p.m., and was assigned Recordation No. 12963.

(4) After recordation, the original documents should be returned to Joseph C. Dimino, Esq., Solicitor, Southern Railway Company, P.O. Box 1808, Washington, D.C. 20013.

(5) The recordation fee of \$10.00 is enclosed.

Very truly yours,

T.H. Kerwin
T. H. Kerwin

Enclosures

RECEIVED
AUG 7 2 02 PM '81
FEE OPERATION BR
T.C.C.

Handwritten signature: J.A. Woodruff
Handwritten signature: J.A. Woodruff

Interstate Commerce Commission
Washington, D.C. 20423

8/7/81

OFFICE OF THE SECRETARY

T.B.Kerwin
Southern RYW. System
P.O.Box 1808
Washington,D.C. 20013

Dear **Sir:**

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on **8/6/81** at **2:10pm**, and assigned recordation number(s). **12963-A**

Sincerely yours,

Agatha L. Mergenovich
Agatha L. Mergenovich
Secretary

Enclosure(s)

SE-30
(7/79)

RECORDATION NO. 12963-A
FILED 1425

Executed in 3 counterparts of
which this is Counterpart No. /

AUG 7 1981 2 10 PM
INTERSTATE COMMERCE COMMISSION

THIS SUPPLEMENTAL AGREEMENT, dated as of June 15, 1981,
by and between SOUTHERN REGION INDUSTRIAL REALTY, INC., a
Georgia corporation (the "Vendor"), and SOUTHERN RAILWAY
COMPANY, a Virginia corporation (the "Vendee"),

W I T N E S S E T H: THAT

WHEREAS, by an agreement dated as of February 25,
1981 (the "Prior Agreement"), Vendee assigned to Vendor its
right to receive and purchase 24 Diesel-Electric Locomotives
to bear Vendee's road numbers 4000-4023, both inclusive; 211
100-ton 3,600 cu. ft. capacity Open Top Hopper Cars to bear
Vendee's road numbers 352162-352372, both inclusive; and 100
100-ton 53'8" EOC Covered Coil Cars to bear Vendee's road
numbers 62300-62399, both inclusive; and Vendor accepted
such assignment and designated Vendee as its agent to accept
delivery of all 335 such cars and locomotives, being herein-
after called the "Units"; and

WHEREAS, Vendor agreed to lease the Units to Vendee, and Vendee agreed to hire the Units from Vendor, all upon the terms and conditions as stated in the Prior Agreement; and

WHEREAS, Vendee had arranged to finance the acquisition of all of the Units covered by the Prior Agreement through an Equipment Trust Agreement dated as of June 1, 1981; and

WHEREAS, Vendee represents that all of the Units which it contracted to buy, except 47 of the 100 100-ton 53'8" EOC Covered Coil Cars, to bear Vendee's road numbers 62353-62399, both inclusive, have been so financed within the lease period of the Prior Agreement; and

WHEREAS, the final 47 100-ton 53'8" EOC Covered Coil Cars have not been delivered to date so that Vendee anticipates that it will not be possible to consummate financing for these cars by August 25, 1981.

NOW, THEREFORE, in consideration of the premises and of the promises of the parties herein contained, the parties agree as follows:

- 1) Vendor and Vendee agree that as to the 47 100-ton 53'8" EOC Covered Coil Cars yet to be delivered, to bear Vendee's road numbers 62353-62399, both inclusive, the Prior Agreement has never taken effect and shall be considered null and void; and

2) Vendor and Vendee agree that this Supplemental Agreement shall function as a new agreement, as of the date hereof, with respect to the 47 100-ton 53'8" EOC Covered Coil Cars yet to be delivered with all the same terms, conditions, rights and obligations of the Prior Agreement except that this Supplemental Agreement shall terminate on the earlier of December 5, 1981 or the date of payment of the purchase price of 47 100-ton 53'8" EOC Covered Coil Cars under the anticipated financing arrangement.

SOUTHERN REGION INDUSTRIAL
REALTY, INC.

ATTEST:


Assistant Secretary

By


Vice President

SOUTHERN RAILWAY COMPANY

ATTEST:


Assistant Secretary

By


Vice President

DISTRICT OF COLUMBIA.

On this 6th day of August, 1981, before me personally appeared T. H. Kerwin, to me personally known, who, being by me duly sworn, says that he is a Vice President of SOUTHERN RAILWAY COMPANY, and SOUTHERN REGION INDUSTRIAL REALTY, INC., that each of the seals affixed to the foregoing instrument is the corporate seal of one of the said corporations, that said instrument was signed and sealed on behalf of said corporations by authority of its respective Boards of Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporations.



C. O. WAGNER
Notary Public

In and For the District of Columbia
My Commission Expires May 31, 1982